

**Hearing Date and Time: October 25, 2007 at 10:00 a.m.
Objection Deadline: October 18, 2007 at 4:00 p.m. Eastern**

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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

In re:)	Chapter 11
)	
DELPHI CORPORATION, <i>et al.</i> ,)	Case No. 05-44481 (RDD)
)	(Jointly Administered)
Debtors.)	

**JONES LANG LASALLE AMERICAS, INC.’S FIFTH
INTERIM APPLICATION FOR ALLOWANCE AND
PAYMENT OF COMPENSATION AND REIMBURSEMENT
OF EXPENSES PURSUANT TO 11 U.S.C. §§ 328, 330 AND 331**

TO THE HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE:

Jones Lang LaSalle Americas, Inc. (“JLL”) submits this Fifth Interim Application (the “Fifth Interim Application”), pursuant to 11 U.S.C. §§ 328, 330 and 331 and the First, Second, Third, Fifth, Fifth and Sixth Orders Under 11 U.S.C. § 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals (the “Compensation Orders”), requesting: (i) allowance of compensation in the amount of \$248,033.10 for professional services performed as the real estate administrative and transaction services provider to Delphi Corporation and its related Debtor entities (collectively, the “Debtors”) during the period of February 1, 2007 through May 31, 2007 (the “Application Period”) and reimbursement of expenses in the amount of \$17,100.73 incurred in connection therewith; and (ii) payment of the

amount of \$160,486.85 remaining after application of all monthly interim compensation and expense reimbursement received to date.

1. This Court has jurisdiction over this Fifth Interim Application pursuant to 28 U.S.C. § 1334. This matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A), (B) and (M).

2. Venue of these cases and this Fifth Interim Application is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The statutory predicates for the relief sought herein are 11 U.S.C. §§ 105(a), 328 330 and 331 and Fed. R. Bankr. P. 2016.

BACKGROUND

4. On October 8, 2005 (the “Petition Date”), the Debtors filed voluntary petitions for relief under Chapter 11 of the United States Bankruptcy Code (11 U.S.C. §§ 101 *et seq.*) (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Southern District of New York.

5. The Debtors continue to manage their property and operate their businesses as debtors in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code.

6. On November 9, 2005, the Debtors filed the Application for Order under 11 U.S.C. §§ 327(a) and 328 and Fed. R. Bankr. P. 2014(a) Authorizing Employment and Retention of Jones Lang LaSalle Americas, Inc. as Real Estate Administrative and Transaction Services Provider to Debtors (Docket No. 996) (the “JLL Retention Application”). In the JLL Retention Application, the Debtors sought authority to retain JLL, a global integrated real estate services provider specializing in facility services, transactional services and lease administration, to perform professional services related to the Debtors’ current real estate and real property lease portfolios and potential future real estate and real property lease opportunities.

7. The specific terms of the Debtors' engagement of JLL were set forth in the Real Estate Services Agreement between Delphi Automotive Systems LLC and Jones Lang LaSalle Americas, Inc., dated September 2, 2005, as amended by that certain First Amendment to Real Estate Services Agreement dated November 9, 2005 (the "Engagement Agreement"), which was attached to the JLL Retention Application. JLL had previously advised the Debtors regarding real estate matters prior to the Petition Date and, pursuant to the Engagement Agreement, JLL has subsequently expanded the range of administrative and transaction services it provides to the Debtors. JLL's prior experience working with the Debtors provided JLL greater familiarity with the Debtors' real estate portfolio and interests and rendered JLL uniquely well-qualified to assist the Debtors with the more than 400 parcels of real property that the Debtors own or lease in nearly 40 countries worldwide.

8. On December 1, 2005, this Court entered an Order granting the JLL Retention Application (Docket No. 1385) (the "JLL Order"), retroactive to November 3, 2005.

9. The Debtors retained JLL upon terms consistent with JLL's general billing practices. In the ordinary course of JLL's business and in similar engagements both inside and outside of bankruptcy, JLL charges its clients a set monthly fee for each professional providing services to JLL's client. JLL does not charge its clients on an hourly basis for the particular tasks its professionals perform, and JLL does not require its professionals to record the specific tasks performed or the amount of time spent on those tasks each day. These billing practices are normal in JLL's industry and have been employed throughout the prior Application Periods, for which allowance and payment of interim compensation has already been approved. As set forth in the Engagement Agreement, JLL is to be compensated for the services of these professionals according to the following formula:

Jones Lang LaSalle will be entitled to a fee for Administrative Services in an amount equal to the sum of: (i) the cost of salary of all Administrative Services Account Personnel working exclusively on the Delphi account (excluding bonuses, benefit expenses and payroll taxes) in accordance with a salary schedule acceptable to Delphi . . . and (ii) an overheard allocation and profit factor equal to seventy-five (75%) percent for Administrative Services Account Personnel of (i) above.

and

Jones Lang LaSalle will be entitled to a fee for Transaction Services Account Personnel in an amount equal to the sum of: (i) the cost of salary of all Transaction Services Account Personnel working exclusively on the Delphi account (excluding bonuses, benefit expenses and payroll taxes) in accordance with a salary schedule acceptable to Delphi . . . and (ii) an overheard allocation and profit factor equal to fifty-five (55%) percent for Transaction Services Account Personnel of (i) above.

Engagement Agreement ¶¶ IA, IIA.

10. In addition to the compensation structure outlined above, as set forth in Section 6.4(B) of the Engagement Agreement, the parties agreed that JLL is entitled to additional compensation related to maintenance of the Delphi+ Lease Administration System, a proprietary lease administration database that permits JLL to manage the Debtors' worldwide owned and leased real property portfolio. Throughout the Fifth Application Period, JLL has maintained the Delphi + Lease Administration system and, as discussed below, utilized this system to manage ongoing obligations of the Debtors and their tenants with respect the Debtors' leasehold interests. As set forth in Section 6.4(B) of the Engagement Agreement, the fee for the Delphi+ Lease Administration System is eighteen-thousand Dollars (\$18,000) per annum (the "Lease Administration Fee"). Although the Engagement Agreement does not specify the timing of the payment of the Lease Administration Fee, for ease of administration during the Fifth Application Period, as in prior Application Periods, JLL has invoiced the Debtors as part of its request for payment of monthly compensation at a rate \$1,500 per month (1/12th of \$18,000), and, as part of

this Fifth Interim Application, JLL seeks allowance and payment of the Lease Administration Fees for February, March, April and May 2007 totaling \$6,000.00.

RELIEF REQUESTED

11. By this Fifth Interim Application, JLL requests that the Court allow, on an interim basis, compensation of \$248,033.10 (including the \$6,000.00 Lease Administration Fees described above) for professional services rendered by JLL to the Debtors during the Application Period and reimbursement of expenses totaling \$17,100.73 in connection therewith.

12. During the Application Period, JLL has supplied seven professionals who have dedicated their time to providing the Debtors with comprehensive services addressing the Debtors' real estate needs with respect to the Debtors' real property and lease portfolios throughout the world.

13. The professional services provided by JLL's professionals to the Debtors during the Application Period generally fall within two categories: (i) the ongoing analysis and administration of the Debtors' leases; and (ii) the investigation, analysis and management of the Debtors' potential new real estate sale, purchase and lease transactions. Services rendered by JLL's professionals in each category have been essential to the Debtors' administration of their bankruptcy estates.

Lease Administration Services

14. During the Application Period, JLL assisted the Debtors in tracking, analyzing and managing the Debtors' active lease portfolio. Specifically, JLL's services related to the Debtors' real property leases have included abstracting and interpreting commercial lease documents, processing payments in satisfaction of the Debtors' various lease obligations, billing and collecting on account of third-party tenant obligations to the Debtors, communicating with various landlords and tenants on the Debtors' behalf; assisting with the resolution of outstanding

rent issues and other administrative landlord/tenant issues arising in the Debtors' bankruptcy cases, reviewing annual landlord reconciliation statements and calculations to ensure accuracy and lease compliance, and entry and management of data concerning lease documents and accounts.

15. During the Application Period, Janice Lannoo and Lois Jankow served as Lease Analysts to the Debtors, performing the above-described lease administration services on behalf of JLL. During the Application Period, each professional rendered services exclusively to the Debtors, working at the Debtors' Troy, Michigan headquarters on a full-time basis.¹

Janice Lannoo is a graduate of the Detroit Business Institute and has 12 years of experience in the field of commercial real estate lease administration and analysis. Ms. Lannoo previously worked in the real estate department of a large trucking company, and has expertise in areas of abstracting, auditing, accounts payable, utilities and property tax obligations, generating rent payments and performing annual landlord reconciliations. Ms. Lanoo performed similar lease administration services for the Debtors prior to their bankruptcy filing and has provided lease administrative services to the Debtors throughout the Debtors' bankruptcy cases.

Lois Jankow has over 14 years experience in the field of real estate lease administration and has a degree in Accounting from Oakland University. Prior to joining JLL, Ms. Jankow served as an Assistant Controller- Real Estate Department, for Central Transport, Inc., and was Supervisor of Accounts Payable- Real Estate Accounting, at Kmart Corporation. Ms. Jankow provided lease analysis services to the Debtors both prior to the Debtors' bankruptcy filing and throughout the time the Debtors' bankruptcy cases have been pending.

¹ On April 16, 2007, Lois Jankow became an employee of the Debtors, ending her employment with JLL. JLL has pro-rated the monthly fees charged on account of the services rendered by Ms. Jankow accordingly.

Transaction Management Services

16. JLL also provided extensive real estate transaction management services to the Debtors during the Application Period, dedicating five professionals on four continents to investigate, identify and, to the extent advisable, pursue advantageous sale, purchase and leasing opportunities for the Debtors both domestically and throughout the world. Specifically, JLL's professionals have undertaken the following tasks: leading the site selection process for new leased and owned facilities; leading the negotiation process for new lease and purchase transactions with landlords; collaborating with the Debtors' in-house and outside legal counsel to draft and revise legal documentation for the real estate transactions into which the Debtors have sought to enter; finding and managing third-party real estate brokers; managing the entry into new license agreements, easements, and other real estate related matters, as well as renewals of the same; and coordinating the Debtors' portfolio management efforts with personnel in the Debtors' Facilities Services Group (FSG), and their environmental services and business divisions.

17. Throughout the Application Period, the following JLL professionals provided transaction management services to the Debtors: Brian Collins (Debtors' Troy, Michigan Headquarters); Jas Lozinski (Debtors' offices in Luton, Bedfordshire, United Kingdom); Kim Robinson (Debtors' offices in Luton, Bedfordshire, United Kingdom) Monica Lee (Debtors' offices in Sao Paulo, Brazil) and Eric Zhang (Debtors' offices in Shanghai, China).² A description of the respective experience and areas of expertise of the JLL professionals follows:

² Due to the scope of the services required by the Debtors in the South American region, JLL has agreed, as a financial accommodation to the Debtors, to provide the professional services of Monica Lee on a non-exclusive basis for a flat monthly fee of \$3,105.00.

Brian Collins serves as a Transaction Manager at the Debtors' headquarters in Troy, Michigan, assisting the Debtors with transactions throughout North America. Mr. Collins graduated with a Bachelor of Science degree in Architecture and a Bachelor of Arts degree in Economics from the University of Michigan and has considerable experience planning and implementing transactions related to large corporate facilities and related real estate holdings. As a Transaction Manager for JLL, Mr. Collins previously provided transaction management and consulting services to General Motors with respect to its 600 million square-foot global real estate portfolio. Prior to joining JLL in 2002, Mr. Collins served for ten years as a Senior Planning Consultant for the Hysen Group.

Jas Lozinski serves as the European Real Estate Manager for the Debtors at their Luton, Bedfordshire, England location, assisting the Debtors with respect to real estate transactions throughout Europe and its surrounding countries. With more than 20 years of experience, his credentials extend to consolidation, site selection and consultancy throughout Europe, with special expertise in automotive and manufacturing projects. Mr. Lozinski earned his degree in Valuation and Estate Management at Bristol University, Bristol, England.

Eric Zhang serves as the Transaction Manager to the Debtors for real estate transactions throughout Asia and Australia. Mr. Zhang is headquartered in Shanghai, China. Mr. Zhang holds a Bachelors Degree in Engineering and a Masters Degree in Land Economy. He has more than seven years of experience in the field of real estate within the Asian-Pacific market. His experience includes real estate market analysis, research reports, development, feasibility, valuation and investment studies, undertaking real estate selection, acquisition and disposition, financial review of real estate transactions and real estate transaction contract negotiations.

Kim Robinson serves as the Transaction Coordinator for the Debtors and, in that capacity, she assists the European Real Estate Manager, Jas Lozinski, in providing services to the Debtors with respect to pending and potential real estate transactions throughout Europe. Ms. Robinson has 15 years experience in IT software managing relationships in various sales and marketing roles and works with the Debtors' European Facilities Group.

Monica Lee serves as a Transaction Manager for the Debtors at their Sao Paulo, Brazil location, providing professional advisory and transactional services to the Debtors with respect to transactions throughout South America. Prior to joining JLL, Ms. Lee worked in a similar capacity for Colliers International. Ms. Lee is a registered Real Estate Broker (CRECI). In addition, Ms. Lee is assisted in her duties by Ms. Sueli Nagata. Pursuant to the terms of the Engagement Agreement, JLL does not seek additional compensation for the services rendered by Ms. Nagata at this time.

For the convenience of the Court and parties in interest, a summary of the professionals rendering services to the Debtors throughout the Application Period for which JLL seeks compensation follows:

PROFESSIONAL	POSITION	LOCATION	EXPERIENCE	MONTHLY COMPENSATION	TOTAL COMPENSATION (APPLICATION PERIOD)
Brian Collins	Transaction Manager	Troy, Michigan	14 years experience; Bachelor of Science Degree in Architecture; Bachelor of Arts Degree in Economics	\$12,031.88	\$48,127.52
Jas Lozinski	Transaction Manager	Luton, Bedfordshire, United Kingdom	20 years experience; Valuation & Estate Management Degree	23,203.92	92,815.68

PROFESSIONAL	POSITION	LOCATION	EXPERIENCE	MONTHLY COMPENSATION	TOTAL COMPENSATION (APPLICATION PERIOD)
Eric Zhang	Transaction Manager	Shanghai, China	7 years experience; Bachelor Degree in Engineering; Masters Degree in Land Economy	6,719.13	26,876.52
Monica Lee	Transaction Manager	Sao Paulo, Brazil	11 years experience in the real estate market; Degree in Architecture and Urban Design	3,105.00	12,420.00
Kim Robinson	Transaction Coordinator	Luton, Bedfordshire, United Kingdom	15 years experience in various sales and marketing roles	3,448.81	13,795.24
Lois Jankow	Lease Analyst	Troy, Michigan	12 years experience	9,056.25	22,640.62
Janice Lannoo	Lease Analyst	Troy, Michigan	14 years experience; Bachelor of Science Degree in Accounting	6,339.38	25,357.52
TOTAL:					\$242,033.10

18. As part of JLL's engagement by the Debtors, a number of other JLL professionals have dedicated time and provided professional services to the Debtors during the Application Period. However, based on the terms of the Engagement Agreement, JLL is not seeking any additional compensation for services rendered by these JLL professionals.

19. In connection with the professional services JLL has provided to the Debtors, JLL has incurred expenses totaling \$11,120.76 for which JLL seeks reimbursement.

20. Invoices for the expenses incurred by JLL professionals are included in JLL's monthly statements, referenced above. These expenses included a payment of \$8,719.40 processed during the Application Period for facilities management and due diligence services rendered by Mr. Javier Ibarra of LaSalle Partners, in connection with the Debtors' Juarez, Mexico location. This \$8,719.40 amount is comprised of \$7,582.90 in compensation for Mr.

Ibarra's services, representing 80% of the actual compensation paid by LaSalle Partners to Mr. Ibarra during this time period,³ and an assessed Value-Added Tax on such services of \$1,137.31.

21. A summary description of the remaining expenses incurred and the amount of each of the expense by category is provided below.

SUMMARY OF EXPENSE STATEMENTS ⁴			
PROFESSIONAL	DATE INCURRED BY PROFESSIONAL	TYPE OF EXPENSE	AMOUNT ⁵
Jas Lozinski	May 1-31, 2007	Visa for International Travel	364.52
Jas Lozinski	May 1-31, 2007	Local Transportation Expenses	227.93
Jas Lozinski	May 1-31, 2007	Hotel Expenses	1,714.50
Jas Lozinski	May 1-31, 2007	Meals (travel related)	94.41
		TOTAL:	\$2,401.36

22. In connection with the discharge of its duties to the Debtors, and in order to comply with the disclosure, reporting and application requirements imposed upon JLL in this case by the Bankruptcy Code, the JLL Order and the Compensation Orders, JLL has retained Joseph Frank, Jeremy Kleinman and the law firm of Frank/Gecker LLP ("F/G") as its counsel. In connection with this engagement, F/G rendered services to JLL during the Application Period that included: preparing monthly statements of interim compensation and reimbursement of expenses; preparing JLL's Fourth Interim Application for compensation; advising JLL regarding

³ Mr. Ibarra's compensation was paid by the Applicant in Mexican pesos. At currency conversion rates in place at the time the expense was processed, 83,759.37 Mexican pesos equaled \$7,582.90 U.S. dollars.

⁴ Each of these expenses was incurred directly by the indicated JLL Professional. Although certain expenses were first incurred by JLL Professionals prior to the present Application Period, due to the fact that each expense was incurred outside of the United States, JLL provided reimbursement for such expenses during the current Application Period.

⁵ These amounts were paid JLL as £1,217.30 (British Pounds). Using the conversion rate at the time these expenses were submitted by Mr. Lozinski to JLL for payment, the total amount of expenses incurred (£1,217.30) equaled \$2,401.36 USD.

the protection of confidential information relating to the services rendered and expenses incurred in connection therewith; communicating with the Debtors' attorneys and/or the Court-appointed Fee Review Committee (the "FRC") and the preparation of a quarterly budget for submission to the FRC. These services were primarily rendered by attorneys Joseph Frank and Jeremy Kleinman and paralegal Christina Carpenter. Mr. Frank is a partner at F/G and has 14 years of experience in the field of bankruptcy law. His customary billing rate is \$500.00 per hour. Jeremy Kleinman is an associate at F/G with seven years of experience in the field of bankruptcy law. Mr. Kleinman's customary billing rate is \$310.00 per hour. Ms. Carpenter's customary billing rate is \$145.00. Detailed invoices demonstrating the services rendered to JLL in order to assist JLL in the discharge of its duties are attached hereto as **Group Exhibit E**.

23. The time spent by each F/G attorney rendering services to JLL relating to its engagement, disclosure obligations and compensation through May 31, 2007 is set forth below:

SUMMARY OF INCIDENTAL LEGAL EXPENSES THROUGH May 31, 2007			
<u>Professional</u>	<u>Billing Rate</u>	<u>Total Hours</u>	<u>Total Amount</u>
Joseph D. Frank	\$500.00	2.00	\$1,000.00
Jeremy C. Kleinman	\$310.00	32.40	\$10,044.00
Christina Carpenter	\$145.00	2.00	\$290.00
TOTAL		36.40	\$11,334.00

24. In addition, JLL reimbursed F/G for the following expenses:

SUMMARY OF EXPENSE STATEMENTS	
TYPE OF EXPENSE	AMOUNT
Postage	\$3.72
Overnight Delivery	<u>\$622.22</u>
TOTAL	\$625.94

JLL has thus paid F/G not less than \$11,959.94 for bankruptcy counsel services rendered during the Application Period and related expenses that have been incidental to JLL's obligations as the real estate administrative and transaction services provider to the Debtors. As an accommodation, JLL has agreed to seek reimbursement of only one-half, or \$5,979.97, of this amount.

25. This Fifth Interim Application has been prepared in accordance with the Compensation Orders, this Court's Administrative Orders, dated June 24, 1991 and April 21, 1995, and the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330, dated January 30, 1996.

26. All services for which JLL requests compensation were performed for the Debtors and not on behalf of any other person or entity.

27. The professional services and related expenses for which JLL requests interim allowance of compensation and reimbursement were rendered in connection with the case and such services and expenses have been necessary and beneficial to the Debtors, their estates, creditors and other parties in interest.

28. In connection with the transaction management services provided by JLL to the Debtors, JLL has earned success fees and commissions from certain third parties with whom the Debtors have entered into real estate leases in the United States and Europe to be paid over time.

These fees and commissions are expressly contemplated in the terms of the Engagement Agreement, which also requires that a portion of those commissions and fees be subject to “revenue sharing” with the Debtors. Those fees and commissions total 110,768.27 of which \$21,733.32 has been or shall be paid to the Debtors pursuant to the “Revenue Sharing” provisions set forth in Section II G of Exhibit B to the Engagement Agreement. In addition, JLL expects additional commission payments relating to Asian leasing transactions completed through the present interim application period totaling \$97,265.84 of which JLL shall pay \$20,062.69 to the Debtors pursuant to the “Revenue Sharing” provisions set forth in Section II G of Exhibit B to the Engagement Agreement. Finally, JLL assisted the Debtors with three leasing matters in Mexico. In connection therewith, JLL received commissions in the total amount of \$225,020.25 of which JLL has paid or shall pay \$51,144.77 to the Debtors.

29. JLL has received no payment and no promise of payment from any source for the services of the professionals referenced above in connection with this case, except as disclosed herein. In addition, other than as permitted under section 504(b)(1) of the Bankruptcy Code, there is no agreement or understanding between JLL and any other person or entity for the sharing of compensation to be received for services rendered in these cases.

30. Prior to the filing of this Fifth Interim Application, JLL served four statements of monthly interim compensation and expenses covering the time period of February 1, 2007 through May 31, 2007. Detailed descriptions of these statements follow.

31. On March 30, 2007, JLL served its Statement of Monthly Compensation and Expenses for professional services rendered to the Debtors during the time period of February 1, 2007 through February 28, 2007 (the “February Statement”). JLL reflecting total fees due in the amount of \$65,404.37. A copy of the February Statement is attached hereto as **Exhibit A**.

32. On April 30, 2007, JLL served its Statement of Monthly Compensation and Expenses for professional services rendered to the Debtors during the time period of March 1, 2007 through March 31, 2007 (the “March Statement”), reflecting total fees due in the amount of \$65,404.37. A copy of the March Statement is attached hereto as **Exhibit B**.

33. On May 31, 2007, JLL served its Statement of Monthly Compensation and Expenses for the time period April 1, 2007 through April 30, 2007 (the “April Statement”). Due to an accounting error, the April Statement requested fees in the amount of \$60,928.73 rather than the \$60,876.24 in fees actually accrued. In addition, the April statement requested reimbursement of expenses totaling \$8,719.40. A copy of the April Statement is attached hereto as **Exhibit C**.

34. On June 29, 2007, JLL served its Statement of Monthly Compensation and Expenses for the time period of May 1, 2007 through May 31, 2007 (the “May Statement”), reflecting total fees due in the amount of \$56,348.12 and reimbursement of expenses totaling \$2,401.36. A copy of the May Statement is attached hereto as **Exhibit D**.

35. JLL has previously requested and received the following amounts on account of services rendered during the Application Period:

<u>SUMMARY OF FEE STATEMENTS</u>					
		REQUESTED		PAID	
Date Served	Period Covered	Fees	Expenses	Fees	Expenses
03/30/07	02/01/07 – 02/28/07	\$65,404.37	\$0.00	\$52,323.49	\$0.00
04/30/07	03/01/07 – 03/31/07	\$65,404.37	\$0.00	\$52,323.49	\$0.00
05/31/07	04/01/07 – 04/30/07	\$60,876.24	\$8,719.40	0.00	0.00
06/29/07	05/01/07 – 05/31/07	\$56,348.12	\$2,401.36	0.00	0.00

<u>SUMMARY OF FEE STATEMENTS</u>					
		REQUESTED		PAID	
Date Served	Period Covered	Fees	Expenses	Fees	Expenses
TOTAL:		\$248,033.10	\$11,120.76	\$104,646.98⁶	\$ 0.00

36. The above-referenced payments were made pursuant to this Court's Compensation Orders and remain subject to this Court's review in connection with the present Application and any final application filed by JLL.

37. JLL has today served this Fifth Interim Application upon all parties referenced in the Compensation Orders. The services for which JLL now seeks compensation have been essential to the administration of the Debtors' estates and have provided substantial benefits to the Debtors and their creditors.

⁶ Currently, JLL has not received any amounts due as interim monthly compensation for the periods from April 1, 2007 through April 30, 2007 and May 1, 2007 through May 31, 2007. No party has objected to the allowance of such fees. Therefore, JLL anticipates that it may receive additional monthly compensation in the amounts of \$48,700.99, and \$45,078.50 and reimbursement of expenses totaling \$11,120.76.

WHEREFORE, for all of the foregoing reasons, Jones Lang LaSalle Americas, Inc. ("JLL") respectfully requests that the Court enter an order (i) allowing JLL the sum of \$248,033.10 in fees and expenses of \$17,100.73 for the period of February 1, 2007 through May 31, 2007; (ii) authorizing and directing the Debtors to pay to JLL the sum of \$160,486.85, which is the amount remaining due after application of payments received to date; and (iii) granting such other and further relief as this Court deems just and proper.

Dated: July 31, 2007

JONES LANG LASALLE AMERICAS, INC.

By: /s/ Joseph D. Frank

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